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HELIOS TOWERS ANNOUNCES PRICING OF U.S.\$850 MILLION AGGREGATE PRINCIPAL AMOUNT OF 7.500% SENIOR NOTES DUE 2029

May 23, 2024 - HTA Group, Ltd (the "HTA Group"), an indirect wholly owned subsidiary of Helios Towers plc (the "Company"), announces the successful pricing of its offering of 7.500% Senior Notes due 2029 (the "Notes"), guaranteed on a senior basis by the Company and certain of its subsidiaries (the "Offering").

The Notes will be issued at an issue price of 99.488% of principal amount. HTA Group will pay interest on the Notes semi-annually in arrears on each June 4 and December 4, commencing on December 4, 2024.

The proceeds of the Notes will be used (i) to repurchase any and all of the outstanding U.S.\$650,022,000 in aggregate principal amount of the HTA Group's 7.000% Senior Notes due 2025 (the "Existing Notes") pursuant to the Tender Offer (as defined below), (ii) with respect of the Existing Notes that are not repurchased in the Tender Offer, to redeem in full the remaining Existing Notes, (iii) to partially repay amounts drawn under the Pari Passu Term Loan Facilities, (iv) to repay amounts drawn under the Senegal OpCo Facilities in full, (v) to pay certain fees, expenses and break costs in relation to the foregoing, and (vi) to pay accrued interest on the Existing Notes to the date of repurchase and/or redemption.

On May 20, 2024, HTA Group announced a tender offer (the "Tender Offer") for any and all of the outstanding U.S.\$650,022,000 of aggregate principal amount of the Existing Notes pursuant to an offer to purchase dated the same date.

Manjit Dhillon, Chief Financial Officer, said:

"We are delighted to announce the successful pricing of our bond offering. The offering was three times oversubscribed, achieving a peak orderbook of U.S.\$2.5 billion. Importantly, despite the materially higher rate environment since our last bond issuance, we expect only a 10bps change in our cost of debt from this refinancing exercise, that also includes repaying a portion of our Group and Senegal term facilities with the new proceeds, while at the same time extending our average debt maturity by two years, to extend our average remaining life to five years.

This successful refinancing reflects the Company's track record and market diversification since our last bond offering, and expected cash flow generation through to 2026. This has also been demonstrated through our rating upgrades by both Moody's and S&P to B+ equivalent, and Fitch updating their outlook to positive.

We thank our bond investors for their ongoing support in the Company and look forward to delivering value for all stakeholders through our Sustainable Business Strategy in the years ahead."

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For the purposes of MAR, the person responsible for making this announcement is Paul Barrett, General Counsel and Company Secretary.

This announcement is for informational purposes only and does not constitute an offer to sell or the solicitation of an offer to buy the Notes or the Existing Notes, nor shall it constitute an offer, solicitation or sale in any jurisdiction in which, or to any person to whom, such offer, solicitation or sale would be unlawful. The Notes and the guarantees in respect thereof have not been and will not be registered under the Securities Act or the securities laws of any other jurisdiction. Securities may not be offered in the United States absent registration or an exemption from registration. No action has been or will be taken in any jurisdiction in relation to the Notes to permit a public offering of securities. There is no assurance that any Notes offering will be completed or, if completed, as to the terms on which it is completed.

The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the European Economic Area ("EEA"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client as defined in point (11) of Article 4(1) of Directive 2014/65/EU (as amended, "MiFID II"); or (ii) a customer within the meaning of Directive 2016/97/EU (as amended, the "Insurance Distribution Directive"), where that customer would not qualify as a professional client as defined in point (10) of Article 4(1) of MiFID II. Consequently, no key information document required by Regulation (EU) No 1286/2014 (as amended, the "PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the EEA has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the EEA may be unlawful under the PRIIPs Regulation.

The Notes are not intended to be offered, sold or otherwise made available to and should not be offered, sold or otherwise made available to any retail investor in the United Kingdom (the "UK"). For these purposes, a retail investor means a person who is one (or more) of: (i) a retail client, as defined in point (8) of Article 2 of Regulation (EU) No 2017/565 as it forms part of domestic law by virtue of the European Union (Withdrawal) Act 2018 ("EUWA"); (ii) a customer within the meaning of the provisions of the Financial Services and Markets Act 2000 (the "FSMA") and any rules or regulations made under the FSMA to implement the Insurance Distribution Directive, where that customer would not qualify as a professional client, as defined in point (8) of Article 2(1) of Regulation (EU) No 600/2014 as it forms part of domestic law by virtue of the EUWA. Consequently no key information document required by the PRIIPs Regulation as it forms part of domestic law by virtue of the EUWA (the "UK PRIIPs Regulation") for offering or selling the Notes or otherwise making them available to retail investors in the UK has been prepared and therefore offering or selling the Notes or otherwise making them available to any retail investor in the UK may be unlawful under the UK PRIIPs Regulation.

FCM/ICMA Stabilisation

MiFID II / UK MiFIR professionals/ECPs-only / No PRIIPs KID - Manufacturer target market (MiFID II / UK MiFIR product governance) is eligible counterparties and professional clients only (all distribution channels). No PRIIPs key information document (KID) has been prepared as not available to retail in the EEA or the United Kingdom.

In addition, this announcement is being distributed to, and is directed at, only persons who (i) are outside the United Kingdom; (ii) have professional experience in matters relating to investments and who qualify as investment professionals within the meaning of Article 19(5) of the Financial Promotion Order; (iii) fall within Article 49(2)(a) to (d) of the Financial Promotion Order; or (iv) are persons to whom an invitation or inducement to engage in investment activity (within the meaning of section 21 of the FSMA in connection with the issue or sale of any Notes may otherwise lawfully be communicated or caused to be communicated (all such persons together being referred to as "relevant persons"). The investments to which this announcement relates are available only to, and any invitation, offer or agreement to subscribe, purchase or otherwise acquire such investments will be available only to or will be engaged in only with, relevant persons. Any person who is not a relevant person should not act or rely on this announcement or any of its contents. Persons distributing this announcement must satisfy themselves that it is lawful to do so.

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Forward-Looking Information

Certain statements included herein may constitute forward-looking statements within the meaning of the securities laws of certain jurisdictions. Certain such forward-looking statements can be identified by the use of forward-looking terminology such as "believes", "expects", "may", "are expected to", "intends", "will", "will continue", "should", "would be", "seeks", "anticipates" or similar expressions or the negative thereof or other variations thereof or comparable terminology. These forward-looking statements include all matters that are not historical facts. They appear in a number of places throughout this announcement and include statements regarding the intentions, beliefs or current expectations of the Company concerning, among other things, the results in relation to operations, financial condition, liquidity, prospects, growth and strategies of the Company and the industry in which it operates. By their nature, forward-looking statements involve risks and uncertainties because they relate to events and depend on circumstances that may or may not occur in the future.

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